

DECLARATION AND POWER OF ATTORNEY
FOR PATENT APPLICATION

As the below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name,

I believe I am the original, first and sole inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled **PROGRAMMED POOL CLEANING SYSTEM** the specification of which is attached hereto.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment(s) referred to above.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, Sec. 1.56(a).

I hereby claim the benefit under Title 35, United States Code, Sec. 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, Sec. 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, Sec. 1.56(a) which occurred between the filing date of the prior application and the national or PCT International filing date of this application.

<u>10/282,653</u>	<u>October 28, 2002</u>	<u>Co-Pending</u>
Appln. Ser. No.	Filing Date	Status
Title: PROGRAMMED POOL CLEANING SYSTEM		
<u>09/861,403</u>	<u>May 17, 2001</u>	<u>Abandoned</u>
Appln. Ser. No.	Filing Date	Status
Title: FLUID DISTRIBUTION VALVE		
<u>6,345,645</u>	<u>December 1, 1999</u>	<u>Issued</u>
Appln. Ser. No.	Filing Date	Status
Title: FLUID DISTRIBUTION VALVE		

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

I hereby appoint the following attorneys to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith: SCOTT W. KELLEY, Registration No. 30,762; JOHN D. BAUERSFELD, Registration No. 24,496; STUART O. LOWRY, Registration No. 26,563; JOHN E. KELLY, Registration No. 24,269; AARON T. BORROWMAN, Registration No. 42,348; MATTHEW J. SPARK, Registration No. 43,453 and GARY D. MANN, Registration No. 34,867. Direct all telephone calls to Scott W. Kelley, Telephone No. (818) 347-7900.

Address all correspondence to:

Scott W. Kelley
KELLY BAUERSFELD LOWRY & KELLEY, LLP
6320 Canoga Avenue, Suite 1650
Woodland Hills, CA 91367

Full name of sole or first inventor: LESTER MATTHEWS

Inventor's Signature: _____

Date: _____, 2004

Residence: 1720 E. Sharon Drive, Phoenix, Arizona 85022

Citizenship: UNITED STATES OF AMERICA

Post Office Address: Phoenix, Arizona 85022

ASSIGNMENT

This Assignment made on _____, 2004, by Lester Matthews, Assignor, of Phoenix, Arizona, to Polaris Pool Systems, Inc., a Delaware corporation, Assignee, having a place of business at 2620 Commerce Way, Vista, California 92083-8438.

WHEREAS, Assignor has invented a new and useful PROGRAMMED POOL CLEANING SYSTEM for which an application for United States Letters Patent has been executed by him this day, said application being a continuation-in-part of application Serial No. 10/282,653, entitled PROGRAMMED POOL CLEANING SYSTEM, filed in the United States Patent and Trademark Office on October 28, 2002, which is in turn a continuation-in-part of U.S. Serial No. 09/861,403, filed May 17, 2001, now abandoned, which is related in turn to U.S. Patent 6,345,645, issued February 12, 2002; and

WHEREAS, Assignor believes himself to be the original, first and sole inventor of the invention disclosed and claimed in said continuation-in-part application for Letters Patent; and

WHEREAS, Assignee desires to acquire by formal, recordable assignment the entire right, title and interest in and to said invention, said continuation-in-part application and any Letters Patent that may be granted for said invention in the United States and throughout the world;

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and of other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, the entire right, title and interest in and to said invention, said continuation-in-part application and any Letters Patent that may be granted for said invention in the United States and throughout the world,

including the right to file foreign applications directly in the name of the Assignee and to claim for any such foreign applications any priority rights to which such applications are entitled under international conventions, treaties or otherwise.

Further, Assignor agrees that, upon request and without further compensation, but at no expense to Assignor, he and his legal representatives and assigns will do all lawful acts, including the execution of papers and the giving of testimony, that may be necessary or desirable for obtaining, sustaining, reissuing or enforcing Letters Patent in the United States and throughout the world for said invention, and for perfecting, recording or maintaining the title of Assignee, its successors and assigns, to said invention, said continuation-in-part application and any Letters Patent granted for said invention in the United States and throughout the world.

Assignor represents and warrants that he has not granted and will not grant to others any rights inconsistent with the rights granted herein.

Assignor authorizes and requests the Commissioner of Patents and Trademarks of the United States and of all foreign countries to issue any Letters Patent granted for said invention, whether on said continuation-in-part application or on any subsequently filed division, continuation, continuation-in-part or reissue application, to Assignee, its successors and assigns, as the assignee of the entire interest in said invention.

IN WITNESS WHEREOF, Assignor has executed this Assignment on the date first above written.

Assignor:

Lester Matthews